

So Ordered.

Dated: July 28th, 2021



Whitman L. Holt
Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WASHINGTON

In re

EASTERDAY RANCHES, INC., *et al.*
Debtors.¹

Chapter 11

Lead Case No. 21-00141-WLH11

Jointly Administered

**SUPPLEMENTAL SALE ORDER
CONCERNING THE INITIAL
PAYDOWN AMOUNT FOR
PRUDENTIAL INSURANCE
COMPANY OF AMERICA**

Upon the *Notice of Emergency Status Conference With Respect to the Initial Paydown Amount for Prudential Insurance Company of America* [Docket No. 935] (the "Notice") filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"), the statements and declarations filed in connection therewith [Docket Nos. 937, 938, 939, and 940], the statements of counsel at the hearing on July 27, 2021 at 10:00 a.m. (Pacific Time) (the "Hearing"), and the record before the court; and good and sufficient notice of the Notice and Hearing having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefor:

¹ The Debtors along with their case numbers are as follows: Easterday Ranches, Inc., (21-00141) and Easterday Farms, a Washington general partnership (21-00176).

1 **IT IS HEREBY ORDERED THAT:²**

2 1. Pursuant to paragraph 27(a) of the Sale Order, the Debtors shall pay The
3 Prudential Insurance Company of America (“Prudential”) at the Closing the sum of
4 **\$52,731,751.78**, comprised of the following amounts:

5

Prudential Loan Nos. 717611839 and 717611840	
Principal	\$49,107,529.08
Contract Non-Default Interest	\$1,125,381.87
Default Interest	\$2,124,310.86 ³
Bryan Cave Fees	\$300,000.00
Local Counsel Fees	\$39,529.97
Postpetition Appraisal Report	\$35,000.00
Total Prudential Initial Paydown Amount	\$52,731,751.78

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15 2. Pursuant to paragraph 27(a) of the Sale Order, the Debtors shall escrow at
16 the Closing the sum of **\$9,157,186.60**, comprised of the following amounts (the
17 “Prudential Escrowed Amount”):

18

Prudential Loan Nos. 717611839 and 717611840	
Prepayment Premium	\$6,990,776.12
Fee Escrow Amount	\$950,000.00
Escrowed Interest Amount	\$838,893.13

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23 ² A capitalized term used but not defined herein shall have the meaning ascribed to it
24 in the *Order (A) Authorizing the Debtors to Acquire Certain Assets Owned by the*
25 *Easterdays; (B) Authorizing the Sale of Property Free and Clear of Interests,*
26 *Including Liens, Claims, Liabilities, and Encumbrances; (C) Granting the Buyer the*
Protections Afforded to a Good Faith Purchase; (D) Approving the Assumption and
Assignment of Executory Contracts and Unexpired Leases; and (E) Granting
Related Relief [Docket No. 927] (the “Sale Order”).

27 ³ Pursuant to paragraph 27(a) of the Sale Order, this amount remains subject to
28 potential disgorgement.

1	Asserted Bryan Cave Fees	\$336,167.90
2	Litigation Guarantee Policy	\$41,349.45
3	Total Prudential Escrowed Amount	\$9,157,186.60

4
5 3. The Debtors shall deposit the Prudential Escrowed Amount into a standard
6 interest-bearing escrow account (the “Escrow Account”), subject to an escrow
7 agreement in form mutually acceptable to Prudential, the Debtors, and the Easterdays.

8 4. The Prudential Escrowed Amount shall be held in the Escrow Account
9 until further order of the court.

10 5. As set forth on the record at the Hearing, nothing contained in this Order
11 or the Sale Order prejudices any party with respect to their rights, claims, and defenses
12 with respect to RCW 4.84.330 and any other applicable fee shifting law, rule, or
13 provision.

14 6. The provisions of this Order supplement the Sale Order in certain respects
15 but do not modify or waive any requirements of the Sale Order.

16 7. Notwithstanding any applicable rule of the Federal Rules of Bankruptcy
17 Procedure, the terms and conditions of this Order shall be immediately effective and
18 enforceable upon its entry.

19 8. The court shall retain jurisdiction to hear and determine all matters arising
20 from the implementation, interpretation, and enforcement of this Order.

21 /// END OF ORDER ///

1 Presented by:

2 /s/ Thomas A. Buford

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10 Agreed as to form and content:

11 /s/ Matthew T. Adamson

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19 * Change made by court

20 DOCS_SF:105835.4